

DECLARATION, POWER OF ATTORNEY, AND PETITION

As a below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am an original, first, and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled:

DIGITAL DISTRIBUTION SYSTEM FOR DYNAMIC MEDIA

the specification of which is attached hereto;

I state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to herein;

I acknowledge the duty to disclose information material to the examination of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(a), including any public use, sale, or offer for sale of the disclosed invention occurring more than one year prior to the filing date of this application.

I hereby claim foreign priority benefits under Title 35, United States Code, § 119 of any foreign application(s) for patent or inventor's certificate listed and have identified any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

PRIOR FOREIGN APPLICATION(S)

(Number)	(Country)	(Day/Month/Year filed)	Priority Claimed
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I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

PRIOR DOMESTIC APPLICATION(S)

(Appl. Serial No.)	(Filing date)	(Status - patented, pending, abandoned)
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I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

And I hereby appoint, jointly and severally, MOORE & HANSEN:

Malcolm L. Moore	Registration No. 22,808
Conrad A. Hansen	Registration No. 25,589
Robert C. Freed	Registration No. 32,569
Christopher J. McLaughlin	Registration No. 42,869
John D. Kramm	Registration No. 36,851
James R. Hakomaki	Registration No. 35,037

my attorneys with full power of substitution and revocation to prosecute this application and to transact all business in the Patent and Trademark Office connected herewith and grant to them the general power of attorney to file and prosecute any foreign or International (PCT) application claiming the benefit of priority of this application, or any continuation, continuation-in-part, or divisional thereof.

All communications shall be addressed to:

MOORE & HANSEN

Suite 2900

90 South Seventh Street

Minneapolis, Minnesota 55402

Wherefore, I pray that Letters Patent be granted to me for the invention or discovery described and claimed in the above-referenced specification and claims, and I hereby subscribe my name to said specification and claims and to the foregoing declaration, power of attorney and this petition.

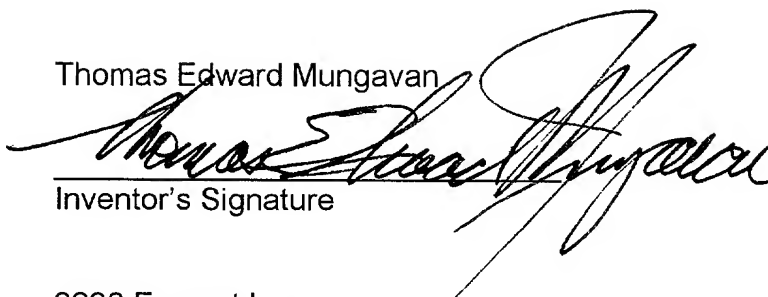
Full name of joint inventor:

Thomas Edward Mungavan

Date

Dec 31, 2001

Inventor's Signature



Residence (City/State):

3230 Everest Lane
Plymouth, Minnesota 55447

Mailing Address:

3230 Everest Lane
Plymouth, Minnesota 55447

Citizenship:

United States of America

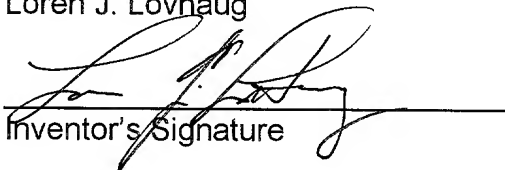
Full name of joint inventor:

Loren J. Lovhaug

Date

12-31-2001

Inventor's Signature



Residence (City/State):

940 Meadow Avenue
Shoreview, Minnesota 55126

Mailing Address:

940 Meadow Avenue
Shoreview, Minnesota 55126

Citizenship:

United States of America

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY
STATUS

(37 CFR 1.9(f) AND 1.27(c)) - SMALL BUSINESS CONCERN

I hereby declare that I am:

- ☐ the owner of the small business concern identified below:
- ☒ an official of the small business concern empowered to act on behalf of the concern identified below:

NAME OF SMALL BUSINESS CONCERN: Change Masters, Incorporated
ADDRESS OF SMALL BUSINESS CONCERN: 5850 Opus Parkway
Minnetonka, Minnesota 55343

I hereby declare that the above-identified small business concern qualifies as a small business concern as defined in 13 CFR §§121.3-18, and reproduced in 37 CFR §1.9(d), for purposes of paying reduced fees under Section 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time, or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when, either directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention,

entitled Digital Distribution System for Dynamic Media by joint inventors Thomas E. Mungavan and Loren J. Lovhaug described in:

- ☒ the specification filed herewith
☐ Application No. _____ filed _____
☐ Patent No. _____, issued _____

If the rights held by the above-identified small business concern are not exclusive, each individual, concern or organization having rights to the invention is listed below¹ and no rights to the invention are held by any person, other than the inventor, who would not qualify as an independent inventor under 37 CFR §1.9(c) if that person made the invention, or by any concern which could not qualify as a small business concern under 37 CFR §1.9(d) or by any concern which would not qualify as a small business concern under 37 CFR §1.9(e) or a nonprofit organization under 37 CFR §1.9(e).

NAME:

ADDRESS:

☐ Individual ☐ Small Business Concern ☐ Nonprofit Organization

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR §1.28(b)).

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements

and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

NAME OF PERSON SIGNING: Thomas E. Mungavan
TITLE OF PERSON SIGNING: President
ADDRESS OF PERSON SIGNING: Change Masters, Incorporated
5850 Opus Parkway
Minnetonka, Minnesota 55343

CHANGE MASTERS, INCORPORATED

Date:

Dec 31, 2001

By

Thomas E. Mungavan
Thomas E. Mungavan, President

P:\Client Files\W-C\Change Master, Inc 1001-01-00\ Small Entity Declaration

¹ *NOTE: Separate verified statements are required from each named person, concern or organization having rights to the invention averring their status as small entities. (37 CFR §1.27)